

EXHIBIT D

UNITED STATES DISTRICT COURT
DISCTRRICT OF MASSACHUSETTS

Civil Action No. 04-CV011220-NG

GERARDINE E. TILLEY,)
v. Plaintiff,)) AFFIDAVIT OF
1836 COUNTRY STORE, *et al.*,)) GERARDINE E. TILLEY
Defendants.))

Gerardine E. Tilley, being first duly sworn, deposes and states:

1. I make this affidavit in support of my opposition to Defendants' motion to dismiss. The facts set forth herein are known to me personally, and if called as a witness, I could and would testify competently thereto under oath.
2. I have resided at 902 Union Street in Duxbury, Massachusetts since 1970.
3. I created a wallpaper border design called "Harbortown Border."
4. I have a judgment of infringement against Dennis East International, Inc. ("Dennis East") from the United States District Court for the District of Massachusetts for infringement by Dennis East of my Harbortown Border design, which infringement arose, in part, from its unauthorized sale of items bearing that design to various retailers.
5. I have suffered injuries as a result of each retail sale of the infringing items, in part through decreased market value of my Harbortown Border design.
6. The above stated facts are based on my personal knowledge.

Signed under pains and penalties of perjury.

Dated: September 8, 2004

/s/ Gerardine E. Tilley
Gerardine E. Tilley